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B37

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Second Session, Twenty-Second Parliament, 3-4 Elizabeth II, 1955.

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THE SENATE OF CANADA

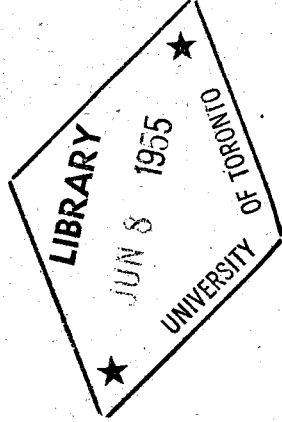
BILL I15.

An Act to incorporate Baudette and Rainy River  
Municipal Bridge Company.

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Read a first time, Wednesday, 1st June, 1955.

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Honourable Senator PATERSON.

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EDMOND CLOUTIER, C.M.G., O.A., D.S.P.  
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY  
OTTAWA, 1955

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## THE SENATE OF CANADA

### BILL I<sup>15</sup>.

An Act to incorporate Baudette and Rainy River  
Municipal Bridge Company.

Preamble.

WHEREAS a petition has been presented praying that the persons hereinafter named may be constituted a corporation for the purpose of constructing, maintaining and operating a bridge with the necessary approaches from a point in or near the village of Baudette, in the state of Minnesota, one of the United States of America, over the Rainy River to a point in or near the town of Rainy River, in the province of Ontario, Canada, for vehicular, pedestrian and other traffic purposes, and to do all such things as are incidental or conducive to the attainment of these objects and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Incorporation.

1. P. Melvin Vennes, postmaster, John E. Vennes, 15  
garageman, Arthur V. Ricci, publisher, Raymond D.  
Ramage, jeweller, Clarence Olinyk, customs officer, J.  
Kenneth McQuarrie, insurance agent, George Gruchy,  
retired, Victor K. Croxford, municipal clerk-treasurer, and  
Arthur Brockman, railroad hostler, all of the town of 20  
Rainy River, in the province of Ontario, together with such  
persons as become shareholders in the company, are hereby  
incorporated under the name of Baudette and Rainy River  
Municipal Bridge Company, hereinafter called "the  
Company". 25

Corporate  
name.

Declaratory.

2. The works and undertaking of the Company are  
declared to be for the general advantage of Canada.



Provisional  
directors.

**3.** The persons named in section 1 are constituted the provisional directors of the Company and they shall have all the powers which are conferred upon directors elected by the shareholders.

Capital  
stock.

**4.** (1) The capital stock of the Company shall be one thousand five hundred dollars of common stock divided into one hundred and fifty shares of the par value of ten dollars each, which may be called up by the directors from time to time as they deem necessary. 5

(2) No dividends or profits shall be paid to or received by the said shareholders or any of them directly, or indirectly, and all operating or other profits shall, after payment of carrying charges, be used for the payment and retirement of any bonds, bonded indebtedness or other securities of the Company. 10 15

Head office.

**5.** The head office of the Company shall be in the town of Rainy River, in the province of Ontario, but any general meeting of the shareholders, whether annual or special, may be held elsewhere in Canada than at the head office of the Company. 20

Annual  
meeting.

**6.** The annual meeting of the shareholders shall be held on the first Tuesday in February in each year.

Number of  
directors.

**7.** The number of directors shall be not less than five and not more than nine.

Powers.

**8.** The Company may, subject to the provisions of this Act, 25

(a) construct, maintain and operate a bridge across the Rainy River, in the province of Ontario, for the passage of pedestrians, vehicles, carriages and for any other like purpose, with all necessary approaches from a point in or near the village of Baudette, in the state of Minnesota, to a point in or near the town of Rainy River, in the province of Ontario, and may purchase, acquire and hold such real estate, including lands for sidings and bridge heads, and other equipment required for the convenient working of traffic to, from and over the said bridge as the Company thinks necessary for any of the said purposes; but the Company shall not commence the actual construction of the said bridge nor exercise any of the powers hereunder until an Act of Congress of the United States of America or other competent authority in the United States of America has been passed authorizing or approving the construction of such a bridge across the said river; 30 35 40



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(b) acquire, maintain and operate, subject to Ontario highway traffic laws and requirements, buses across such bridge to carry passengers and personal luggage and effects to and from a terminal in the said town of Rainy River to and from a terminal in the said village of Baudette: Provided no such buses shall receive any passenger at any point in the town of Rainy River, Canada, and carry him or her to another point in the said town. 5

Expropriation.

9. The Company may 10

(a) expropriate and take any lands actually required for the construction, maintenance and operation of the bridge or may expropriate and take an easement in, over or through such lands without the necessity of acquiring a title in fee simple thereto after the plan of such lands has been approved by the Governor in Council; and all provisions of the *Railway Act* applicable to such taking and acquisition shall apply as if they were included in this Act; and all the provisions of the *Railway Act* which are applicable shall in like manner apply to the ascertainment and the payment of the compensation for or damages to land arising out of such taking and acquisition or the construction or maintenance of the works of the Company; 15 20

R.S. 1952,  
c. 234.

Abandonment of land to reduce damage and assessment and award of damages.

(b) in reduction of the damage or injury to any lands taken or affected by such authorized works, abandon or grant to the owner or party interested therein, any portion of such lands, or any easement or interest therein, or make any structures, works or alterations in or upon its works for such purposes; and if the Company by its notice of expropriation or some subsequent notice, prior to the first meeting of the arbitrators, specify its decision to take only such easement or undertake to abandon or grant such lands or easement or interest in lands, or to make such structures or works or alterations, the damages (including damages, if any, resulting from the change in the notice of expropriation) shall be assessed by the arbitrator or arbitrators appointed pursuant to the provisions of the *Railway Act*, in view of such specified decisions or undertaking, and the arbitrator or arbitrators shall declare the basis of their award accordingly, and such award, as well as such specified decision or undertaking of the Company, may be enforced by The Board of Transport Commissioners for Canada; 25 30 35 40 45

R.S. 1952,  
c. 234.

Right of entry and compensation for damages.

(c) enter into and upon any lands, buildings or structures proximate to the said bridge for the purpose of ascertaining the state of repair thereof, and for devising the best means of avoiding any possible damage which the execution of the authorized works might occasion 50



R.S. 1952,  
c. 234.

thereto, and make upon or in connection therewith any works, repairs or renewals, for the purpose of preventing or mitigating any such damage, and the Company shall make compensation in the manner specified in the *Railway Act*, to all persons interested for the damage 5 sustained by them, if any, by reason of the exercise of the powers in this paragraph contained; and section 242 of the *Railway Act*, shall apply to the exercise of the powers in this paragraph granted so far as is necessary to enable the Company to carry them into effect. 10

Tolls.

**10.** Subject to the provisions of the *Railway Act*, the Company may charge tolls for the use of the said bridge, approaches and facilities and may regulate the tolls to be charged, and the rates of toll shall be so fixed and adjusted as to provide a fund sufficient to pay the reasonable cost of 15 maintaining, repairing and operating such bridge, approaches and facilities, and to provide a sinking fund sufficient to amortize the cost of such bridge, approaches and facilities, including reasonable interest and financing cost, as soon as possible under reasonable charges, but within a period of 20 not to exceed forty years from the completion thereof.

Location of  
bridge.

**11.** Subject to the provisions of section 8 as to location, the said bridge shall be constructed and located under and be subject to such regulations for the security of navigation of the said river, as the Governor in Council prescribes and 25 to such end the Company shall submit to the Governor in Council, for examination and approval, a design and drawing of the bridge, and a map of the location, giving the soundings accurately, showing the bed of the stream and the location of other bridges, and shall furnish such other 30 information as is required for a full and satisfactory understanding of the subject, and until the said plans and location are approved by the Governor in Council, the bridge shall not be built or commenced; and if any change is made in the plans of the said bridge during its construction, such 35 change shall be subject to the approval of the Governor in Council and shall not be made or commenced until it is so approved.

Bonding  
powers.

**12.** (1) The Company may issue bonds, debentures or other securities in aid of the construction herein mentioned, 40 to an amount not exceeding two million dollars.

Mortgages.

(2) For the purpose of securing the issue of such bonds, debentures or other securities, the Company may execute a mortgage or mortgages, not inconsistent with the law or with the provisions of this Act, in such form and con- 45 taining such provisions as are approved by a resolution passed at a special meeting of the shareholders called for the purpose.



Company  
may bind  
tolls and  
revenues.

Interest on  
bonds, etc.

(3) The Company may charge and bind the tolls and revenues of the property to which any such mortgage relates in the manner and to the extent therein specified.

(4) The bonds, debentures and other securities of the Company, or any of the companies referred to in sections 15 and 16 of this Act, may, pursuant to any arrangement in that behalf, be made payable at such times and in such manner and at such place or places in Canada, or elsewhere, and may bear such rate of interest not exceeding six per centum per annum as the directors think proper.

May accept  
grants.

**13.** The Company may receive by grant from any government, municipality or persons, as aid in the construction, equipment and maintenance of the said bridge and works connected therewith, any real or personal estate or property, or any sums of money, debentures or subsidies, either as gifts by way of bonus or guarantee, or in payment or as subventions for services and may dispose thereof, and may alienate such of the said property as is not required for the purposes of the Company in carrying out the provisions of this Act.

Amalgama-  
tion and  
agreements.

**14.** The Company may make agreements with any company, body or commission, incorporated or created under the laws of Canada or under the laws of the United States of America, or the state of Minnesota respecting the financing, controlling, construction, maintenance and use of the said bridge and its appurtenances and acquiring the approaches and lands therefor in the state of Minnesota, as well as in Canada, and may, subject to the provisions of this Act, unite with any such company, body or commission in financing, controlling, building, working, managing, maintaining and using the said bridge, terminals and approaches, and may amalgamate with any such company, body or commission on such terms and conditions as may be agreed upon subject to such restrictions as the directors deem fit, and may assign, transfer and convey to any such company, body, or commission at any time before the completion of the said bridge such part, if any, of the said bridge as may then have been constructed, and all rights and powers acquired by the Company, including those rights and powers acquired under this Act, and also all the franchises, surveys, plans, works, plant, machinery and other property to it belonging, upon such terms and conditions as may be agreed upon by the directors: Provided that such agreement or agreements, amalgamation, union, assignment, transfer or conveyance shall have been first approved by the holders of two-thirds of the shares at a special general meeting of the shareholders, duly called for the purpose of considering it, at which meeting shareholders

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representing at least two-thirds in number of the subscribed shares of the Company are present, or represented by proxy, and that such agreement or agreements, amalgamation, union, assignment, transfer or conveyance shall also have received the sanction of the Governor in Council and certified copies thereof shall be filed forthwith in the office of the Secretary of State for Canada. 5

Agreement  
for amal-  
gamation.

**15.** Upon an amalgamation agreement being sanctioned by the Governor in Council under the preceding section, the companies or parties to such agreement, shall be amalgamated, and shall form one company or body under the name and upon the terms and conditions in such agreement provided; and the amalgamated companies or parties shall possess and be vested with the undertakings, powers, rights, privileges, franchises and properties, real, personal and mixed, belonging to, possessed by or vested in the companies or parties to such agreement, or either of them, or to which they or either of them may be or become entitled, and shall be liable for all claims, debts, obligations, works, contracts, agreements or duties, to as full an extent as the said companies or parties were or either of them was at the time the said amalgamation took effect. 10 15 20

Borrowing.

**16.** Subject to the approval of the Governor in Council, the said new or amalgamated company or body may from time to time borrow such sums of money not exceeding two million dollars, as may be necessary for constructing and completing the said bridge, and for the acquiring of the necessary lands therefor, and may mortgage its property, assets, rents and revenues, present and future, or such portion thereof as may be described in the mortgage deed, to secure the payment thereof, and may issue bonds, debentures or other securities in connection with any such borrowing. 25 30

Securing  
payment  
of bonds.

**17.** The Company, in lieu of issuing its own bonds, debentures or other securities, shall have power to mortgage, pledge or hypothecate all its assets and undertakings, rights, franchises and privileges, both present and future, jointly and in conjunction with any of the companies or bodies referred to in sections 14, 15 and 16 of this Act, to secure payment of any bonds, debentures or other securities issued by such other company or body for the joint purposes of the Company and such other company or body in connection with the construction of the said bridge under any arrangement which may be entered into between the Company and such other company or body in respect thereof, and to execute and deliver mortgages or deeds of trust by 35 40 45



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way of mortgage to secure such payment: Provided always that the Company shall not mortgage, pledge or hypothecate its assets, undertakings, rights, franchises and privileges to secure payment of any bonds, debentures or other securities to a greater amount than two million 5 dollars.

Time for commencement and completion of bridge.

**18.** The construction of the said bridge shall be commenced within three years after the Governor in Council has approved of such bridging, and shall be completed within six years after such commencement, (any delay 10 caused by any Act of God or by war, invasion or insurrection not to be included in computing such six-year period) otherwise the powers granted by this Act shall cease and be null and void as respects so much of the undertaking as then remains uncompleted: Provided, however, that if 15 such approval is not obtained within three years after the passing of this Act, the powers granted for the construction of the said bridge shall cease and be null and void.

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When property to be conveyed to Canada, etc.

**19.** When the corporate obligations and stock of the Company and of any of the companies or bodies mentioned 20 in sections 14, 15, 16, and 17, with which the Company shall join or unite in the construction of said bridge have been retired, in the manner prescribed in their by-laws, then such bridge and the approaches thereto and all appurtenant structures, property rights and franchises, so far as the 25 same are located within the United States of America, shall be conveyed by the Company, its successors and assigns without cost or expense to the state of Minnesota or to such municipality or agency of the state of Minnesota as the legislature of said state may designate, and so far 30 as the same are located within Canada shall be conveyed, without cost or expense to Canada or to such province, municipality or agency thereof as the Governor in Council may designate, and all rights, title and interest of the Company, its successors and assigns, in such bridge and the 35 approaches thereto and all appurtenant structures, property, property rights and franchises, so far as the same are located within Canada, shall then cease and determine.

Municipal rights.

**20.** Notwithstanding anything in this Act contained the Company shall not locate, construct or operate any of 40 the works mentioned in this Act upon or connect the same with any highway, street or other public place without first obtaining the consent, expressed by by-law, of the municipality in Canada having jurisdiction over such highway, street or other public place, and except upon 45 terms, to be agreed upon with such municipality, and failing such consent, within sixty days from the date of the



request made in writing by the Company for such consent to the said municipality, then upon such terms as are fixed by The Board of Transport Commissioners for Canada.

Interpreta-  
tion.

**21.** Whenever in this Act the expression "bridge" occurs, it means, unless the context otherwise requires, the bridge, approaches, lands, works and facilities by this Act authorized. 5

Canadian  
labour and  
materials.

**22.** (1) If available in Canada, Canadian labour and materials to the extent of at least fifty per centum of the cost thereof shall be used in the construction of the said bridge and verification of the fulfilment of this requirement shall be supplied the Department of Labour of Canada by a certified statement to it from the Company or its agent at the end of each calendar month during construction. 10

R.S. 1952,  
c.108.

(2) The *Fair Wages and Hours of Labour Act* shall apply to labour from Canada employed by the Company. 15

R.S. 1952,  
c.153.

**23.** The *Companies Act*, shall, so far as it is not inconsistent with the provisions of this Act, apply to the Company.